

## Item 1 – Introduction

Brown, Lisle/Cummings, Inc. (“BLC”, “we” or “us”) is registered with the Securities Exchange Commission (“SEC”) as a broker-dealer and is also a member of the Financial Industry Regulatory Authority (“FINRA”). We are also registered with the SEC as a registered investment adviser. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [www.Investor.gov/CRS](http://www.Investor.gov/CRS). The site also provides educational materials about broker-dealers, investment advisers and investing.

## Item 2 – Relationships and Services

### What investment services and advice can you provide me?

Our investment advisory services include non-discretionary and discretionary investment management, financial planning and financial consulting services to individuals, high net worth individuals, trusts and estates (our “retail investors”). When a retail investor engages us to provide investment management services, we shall monitor, on a continuous basis, the investments in the accounts over which we have investment authority as part of our investment management service. Furthermore, when engaged on a discretionary basis, we shall have the authority, without prior consultation with you (unless you impose restrictions on our discretionary authority), to buy, sell, trade and allocate the investments within your account(s) consistent with your investment objectives. Our discretionary authority over your account(s) shall continue until our engagement is terminated. When engaged on a non-discretionary basis, the retail investor makes the ultimate decision regarding the purchase or sale of investments. Our discretionary and non-discretionary investment management services are provided exclusively on a wrap fee basis. Under our wrap fee program, the client receives our portfolio management services, the execution of securities brokerage transactions, custody, investment platform fees, and reporting services for a single specified fee. When managing a client’s account on a wrap fee basis, we receive as payment for our services, the balance of the wrap fee after all other costs incorporated into the wrap fee program have been deducted. Participation in a wrap program may cost the client more or less than purchasing such services separately.

When a retail investor engages us to provide financial planning and financial consulting services, we rely upon the information provided for our review and do not verify or monitor any such information while providing this service. Our financial planning and consulting services are completed upon the communication of our recommendations to the retail investor.

We also offer brokerage services to retail investors, including buying and selling securities. You may select investments or we may recommend investments for your brokerage account; however, in either case, the ultimate decision for your investment strategy and the purchase or sale of investments is yours. We can also be engaged to provide limited discretionary brokerage services, pursuant to which we will buy and sell securities in your brokerage account without your prior approval. To the extent we provide discretionary brokerage services, our discretionary authority shall continue until the term of our discretion expires, our discretionary obligations have been satisfied, or our discretionary authority is otherwise revoked by the retail investor, in writing. We generally do not offer or provide ongoing account monitoring services but may conduct voluntary account reviews at our discretion.

We do not limit the scope of our services to proprietary products or a limited group or type of investment. We do not impose a minimum asset level for our services; however, for brokerage clients, all trades are subject to a \$85 minimum commission.

**Additional Information:** For more detailed information about our *Advisory Business* and the *Types of Clients* we generally service, please see Items 4 and 7, respectively, in our [ADV Part 2A](#). For more information about our Brokerage Services, please see our [Regulation Best Interest disclosure](#).

**Conversation Starters:**

*Given my financial situation, should I choose an investment advisory service? Should I choose a brokerage service? Should I choose both types of services? Why or why not?*

*How will you choose investments to recommend to me?*

*What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?*

**Item 3 – Fees, Costs, Conflicts, and Standard of Conduct**

**What fees will I pay?**

We provide our investment management services on a wrap fee basis. When engaged to provide investment management services, we shall charge a fee calculated as a percentage of your assets under our management (our “AUM Fee”). Our annual AUM Fee is negotiable and shall generally range from 1.00% to 1.50% of client assets, depending on a number of factors including the dollar amount of assets placed under our management, the adviser representative assigned to the account, the complexity of the overall engagement, and other factors. We typically deduct our AUM Fee from one or more of your investment accounts, in advance, on a quarterly basis. Because our AUM Fee is calculated as a percentage of your assets under management, the more assets you have in your advisory account, the more you will pay us for our investment management services. Therefore, we have an incentive to encourage you to increase the assets maintained in accounts we manage. Furthermore, because wrap program fees generally include most transaction costs and fees to the broker-dealer or bank that has custody of the wrap program assets, wrap program fees are generally higher than non-wrap program advisory fees.

We offer our financial planning and financial consulting services on a fixed fee basis, generally ranging from \$500 to \$1,000, depending on the scope and complexity of the engagement. We may require that up to 50% of the total fee be paid in advance. We may waive or reduce our financial planning or financial consulting fees for retail investors that elect to engage us for investment management services.

Fees for our brokerage services are generally transaction-based. In other words, you will pay us a transaction-based fee, or commission, each time a security is bought or sold for your brokerage account. Our transaction fees vary, depending on the specific product, product type, quantity, dollar amount, and other factors. Transaction fees range from 0.0% to 5.0% of the principal amount of the trade, subject to a minimum commission of \$85. Consequently, a client would be charged more when there are more trades in his or her account, and we therefore have an incentive to encourage the client to trade often.

**Other Fees and Costs:** For investment advisory clients, your investment assets will be held with a qualified custodian. Custodians generally charge brokerage commissions and/or transaction fees for effecting certain securities transactions (for example, transaction and redemption fees may be charged for certain mutual fund transactions); however, because our investment management services are provided on a wrap fee basis, we typically absorb these costs on behalf of our advisory clients.

Advisory and brokerage clients will remain responsible for other fees assessed by the account custodian, including but not limited to, account maintenance fees and wire transfer fees.

Our brokerage clients will generally incur other fees and costs, which may include, but are not necessarily limited to, platform fees and mutual fund redemption fees.

For all clients, relative to certain mutual fund and exchange traded fund purchases, certain charges imposed at the fund level (e.g. management fees and other fund expenses) will be incurred.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

*Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest,*

*how much will go to fees and costs, and how much will be invested for me?*

**Additional Information:** For more detailed information about fees and costs related to your advisory and/or brokerage account(s), please see Item 5 in our [ADV Part 2A](#) and our [Regulation Best Interest disclosure](#), respectively.

**What are your legal obligations to me when providing recommendations as my broker-dealer or when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?**

When we act as your investment adviser or broker-dealer, we have to act in your best interest and not put our interest ahead of yours when we recommend an investment or an investment strategy involving securities. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what this means:

- \* When acting as your broker-dealer, we have an incentive to recommend the purchase of commission and fee generating securities based upon compensation to be received rather than a particular retail investor's need.
- \* We or our financial professionals may receive 12b-1 distribution and/or servicing fees in connection with brokerage client investments in certain investment companies, including mutual funds. We are, therefore, incentivized to invest or recommend that a brokerage client invest in a fund or fund share class which pays such 12b-1 fees. Although we collect 12b-1 fees in connection with investments made in advisory accounts, we do not receive compensation on such fees as we credit the 12b-1 fees received back to the client in each instance. Funds and share classes within funds that pay such 12b-1 fees are generally more expensive than those funds and share classes that do not pay such fees.
- \* Certain of our financial professionals are also licensed insurance agents of various insurance companies and may recommend the purchase of insurance products on a commission basis. Such recommendations present a conflict of interest, as the recommendation could be made on the basis of commission compensation to be received, rather than on a particular retail investor's need.
- \* When managing advisory client assets on a wrap fee basis, we pay transaction fees and/or commissions to the account custodian/broker-dealer. We, therefore, have an economic incentive to minimize the number of trades in client accounts.

*How might your conflicts of interest affect me, and how will you address them?*

**Additional Information:** For more detailed information about our conflicts of interest related to our advisory and/or brokerage services, please review our [Form ADV Part 2A](#) and our [Regulation Best Interest disclosure](#), respectively.

### **How do your Financial Professionals make money?**

Whether working in an advisory or brokerage capacity, our Financial Professionals are compensated on the basis of a percentage of their overall production. Financial Professionals who reach a certain threshold of overall production are eligible to receive additional bonus compensation in the form of an increased payout percentage. This compensation structure presents a conflict of interest, as our Financial Professionals are incentivized to provide services or make recommendations that serve to increase the Financial Professional's overall production totals, including through frequent trading for brokerage clients, in an effort to maximize compensation, rather than basing such services or recommendations on a particular client's need. You should discuss your Financial Professional's compensation with your Financial Professional.

### **Item 4 – Disciplinary History**

**Do you or your financial professionals have legal or disciplinary history?**

Yes. We encourage you to visit [www.Investor.gov/CRS](http://www.Investor.gov/CRS) to research our firm and our financial professionals. Furthermore, we encourage you to ask your financial professional: *As a financial professional, do you have any disciplinary history? If so, for what type of conduct?*

**Item 5 – Additional Information**

Additional information about our firm is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You may contact our Chief Compliance Officer, David Izzi, at any time to request a current copy of this *relationship summary*. Our Chief Compliance Officer may be reached by phone: 401-421-8900.

*Who is my primary contact person? Is he or she a representative of an investment adviser or broker-dealer? Who can I talk to if I have concerns about how this person is treating me?*